

P BK 95 PG 191

ALACHUA COUNTY FL
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J. K. "BUDDY" IRBY
CLERK OF CIRCUIT COURT
ALACHUA COUNTY, FLORIDA
CLERK12 Receipt#099542

STATE MS.-DE SOTO CO
FILED

AUG 2 4 22 PM '02

Prepared by:

Federal Deposit Insurance Corporation
550 17th Street, N.W.
Washington, D.C. 20429

BK 95 PG 191
W.E. DAVIS CH. CLK.

When Recorded Return to:

HANOVER CAPITAL PARTNERS LTD.
POST OFFICE BOX 3980
EDISON, NJ 08818-3980
ms, chancery
clerk De Soto County

LIMITED POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that Robert R. Pomeroy, Jr., Resolutions and Receiverships Specialist, Division of Resolutions and Receiverships of the FEDERAL DEPOSIT INSURANCE CORPORATION, a corporation organized and existing under an Act of Congress (the "FDIC"), with a business address of 550 17th Street NW, Washington, D.C. 20429-0002, pursuant to applicable resolutions of the Board of Directors of the FDIC, and sub-delegations thereof, hereby appoint, authorize and empower, Hanover Capital Partners Ltd. ("Hanover") and each of the following persons listed on Exhibit A, attached hereto and made a part hereof, as Attorney(s)-in-Fact, to act on behalf of the FDIC in its capacity as Receiver for Superior Bank, FSB (the "Receiver") and as Conservator for Superior Federal Bank, FSB (the "Conservator") according to the following powers and terms:

To execute, individually and not jointly, by and through the Receiver and Conservator, any and all: (i) mortgage note endorsements or allonges, (ii) deeds of conveyance; (iii) assignments of mortgage, deeds of trust or related documents; (iv) initial U.C.C. financing statements or equivalent documents, assignments, amendments, terminations, renewals or continuations of U.C.C. financing statements or equivalent documents; (v) assignments or reassignments of rents, leases and profits; (vi) any joinder with respect to any of the foregoing documents; and (vii) such other documents and instruments as may be necessary or convenient to facilitate the efficient sale and transfer of certain assets ("Assets") in connection with the Purchase and Sale Agreement dated January 22, 2002 between the Conservator and EMC Mortgage Corporation (the "Agreement"); provided, however, that all such instruments and documents referred to in clauses (i)-(vii) shall be in a form approved by the Conservator.

By acceptance and use of this Limited Power of Attorney, Hanover agrees to indemnify and hold the FDIC, Receiver and Conservator harmless from and against any and all losses, claims, liabilities and expenses, including attorney's fees incurred by or asserted against the FDIC, Receiver, or conservator as a result of any unauthorized use of this Limited Power of Attorney by Hanover or in its behalf.

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This Limited Power of Attorney shall be effective as of March 11, 2002 and shall continue through the earlier of (1) with respect to any individual listed on Exhibit A; the termination of his or her service with Hanover, (2) the termination of this Limited Power of Attorney by an officer of the FDIC authorized to do so by the Board of Directors of the FDIC ("Revocation"); or (3) December 31, 2002.

Any third party may rely upon this document as the named individuals' authority to continue to exercise the powers herein granted unless a Revocation has been recorded in the public records of the jurisdiction where this Limited Power of Attorney was executed, or unless the third party has received actual notice of a Revocation.

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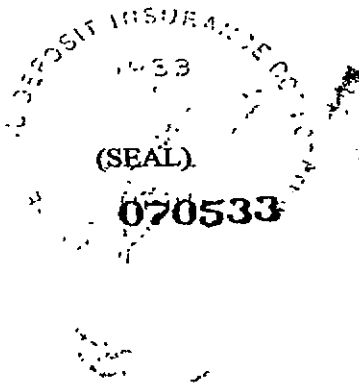
IN WITNESS WHEREOF, the FDIC, by its duly authorized officers empowered in that behalf by appropriate Resolution of its Board of Directors, has caused these presents to be subscribed in its name and its corporate seal to be thereunto affixed as of this 23 day of May, 2002.

ATTEST:

FEDERAL DEPOSIT INSURANCE
CORPORATION

By: Valerie J. Best
Valerie J. Best
Assistant Executive Secretary
Office of the Executive Secretary

By: Robert R. Pomeroy, Jr.
Robert R. Pomeroy, Jr.
Resolutions and Receiverships Specialist
Division of Resolutions and Receiverships



SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

Bonnie Sue O'Neill
Print Name: Bonnie Sue O'Neill

Gwendolyn F. Alston
Print Name: GWENDOLYN F. ALSTON

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UNITED STATES OF AMERICA)
)
 DISTRICT OF COLUMBIA)

SS:

On this 23 day of May, 2002 before me, Notary Public in and for the District of Columbia, personally appeared Robert R. Pomeroy, Jr., and Valerie J. Best, with a business address of 550 17th Street, N.W., Washington, D.C., who being by me first duly sworn, severally depose and say:

First, Robert R. Pomeroy, Jr., first affiant, for himself, says that he is Resolutions and Receivership Specialist, Division of Resolutions and Receiverships, of the Federal Deposit Insurance Corporation, the Corporation in whose name the foregoing Limited Power of Attorney has been subscribed, that the said Limited Power of Attorney was subscribed on behalf of the said Corporation by due authority of the Corporation's Board of Directors, and that the said James R. Wigand acknowledges the said Limited Power of Attorney to be the free act and deed of the said Corporation.

Second, Valerie J. Best, second affiant, for herself, says that she is Assistant Executive Secretary of the Federal Deposit Insurance Corporation, the Corporation in whose name the foregoing Limited Power of Attorney has been subscribed, that the seal affixed to the said power of attorney is the corporate seal of the said Federal Deposit Insurance Corporation, that the said Limited Power of Attorney was subscribed on behalf of the said Corporation and its seal thereto affixed by due authority of the Corporation's Board of Directors, and that the said Valerie J. Best acknowledges the said Limited Power of Attorney to be the free act and deed of the said Corporation.



Ann Laterra

Notary Public, District of Columbia ANN LATERRA
 United States of America

My commission expires: September 14, 2005

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EXHIBIT A

I. Amador
M. Bradley
D. Bray
R. Dreher
S. Eloraby
T. Ferencz
C. Fetner
J. Flynn
S. Gerwin
D. Graves
M. Icklan
R. Lane
H. Loux
R. Martinelli
S. Memis
G. Mercado
K. Merk
J. Mizerak
M. Moja
N. Schein
A. Sheth
F. Siermine
A. White
A. Szaroleta



J.K. "Buddy" Irby, Clerk of the Circuit & County Court, Eighth Judicial Circuit of Florida, in and for Alachua County, hereby certifies this to be a true and correct copy of the document now of record in this office. Witness my hand and seal this 22 day of July 2007.
J.K. "Buddy" Irby, Clerk of the Circuit & County Court.
By Deputy Clerk
Deputy Clerk